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Debt Resolve, Inc.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

DEBT RESOLVE, INC.,

Plaintiff,

-v-

APOLLO ENTERPRISE SOLUTIONS, LLC,

Defendant.

07 Civ. 4531 (JSR)

ECF Designated Case

DECLARATION OF DANIEL A. LADOW

DANIEL A. LADOW hereby declares that:

1. I am a partner of the law firm Dreier LLP, 499 Park Avenue, New York, New York, 10022, and am admitted to practice before this Court and the courts of the State of New York. I have personal knowledge of the facts and circumstances set forth herein.

2. I submit this declaration in accordance with Rule 1.4 of the Local Rules of the United States District Court for the Southern District and Eastern Districts of New York and in support of the request by plaintiff, Debt Resolve, Inc. ("Debt Resolve"), for an order approving the substitution of my former firm, Greenberg Traurig LLP (the "Greenberg firm") by my present firm, Dreier LLP, as counsel for Debt Resolve, effective immediately.

3. I very recently changed my firm affiliation from the Greenberg firm to Dreier LLP. While I was an attorney with Greenberg, I represented Debt Resolve, including with respect to the present action, as evidenced by my being listed as “of counsel” on the complaint that was filed in federal court in New Jersey.

4. More specifically, this action was commenced on or about January 8, 2007 by Debt Resolve in the District of New Jersey through the New Jersey office of the Greenberg firm. In response to the complaint, the defendant, Apollo Enterprise Solutions, LLC (“Apollo”), on February 13, 2007, moved to dismiss the complaint for lack of personal jurisdiction and improper venue.

5. On February 16, 2007, the District of New Jersey court stayed Apollo’s motion to dismiss and issued an Order to Show Cause why the action should not be transferred to the United States District Court for the District of Delaware, the Southern District of New York or the Central District of California.

6. On May 22, 2007, following court ordered briefing by the parties, the District of New Jersey court issued a memorandum opinion denying Apollo’s motion to dismiss and transferring the matter to the Southern District of New York. Apollo has not yet filed an answer in the action.

7. On May 30, 2007, the case was transferred to the Southern District of New York from the District of New Jersey. A case management and scheduling status conference pursuant to Rule 16 of the Federal Rules of Civil Procedure is currently scheduled for June 29, 2007.

8. Under these circumstances, this action will not be materially delayed by our substitution as counsel, there will be no prejudice to any party, and Debt

Resolve will be able to have the same individual attorneys who were responsible for handling this litigation at the Greenberg firm continue their representation of Debt Resolve after having moved to their new firm, Dreier LLP.

9. Debt Resolve has requested that I, and my partner Albert Jacobs, Jr. of Dreier LLP, represent it in this matter. The Greenberg firm has consented to this substitution of counsel as shown in the Stipulation for Substitution of Counsel and Proposed Order, annexed hereto as Exhibit A.

10. For the foregoing reasons, we respectfully request, on behalf of Debt Resolve, that the Court sign and enter the Stipulation for Substitution of Counsel and Proposed Order submitted herewith substituting Dreier LLP as counsel for Debt Resolve in this action.

I declare under penalty of perjury that the foregoing statements are true and correct.

Executed this 11th day of June, 2007.

A handwritten signature in black ink, appearing to read 'D. Ladow', is written over a horizontal line.

Daniel A. Ladow